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October 18, 2005

APPLICATION

7978-62906

Honorable James H. Welsh
Commissioner of Conservation
P.O. Box 94275
Baton Rouge, LA 70804-9275

Re: Discorbis Zone, Reservoirs B and C
Branch Field
Acadia Parish, Louisiana

Dear Commissioner Welsh:

Application is hereby made on behalf of **CLAYTON WILLIAMS ENERGY, INC.** for the calling of a public hearing, after thirty (30) days legal notice, to consider evidence relative to the issuance of Orders pertaining to the following matters in the **Discorbis Zone, Reservoir B** and **Discorbis Zone, Reservoir C**, in the **Branch Field**, Acadia Parish, Louisiana, to-wit:

1. To establish rules and regulations and create a single drilling and production unit for each reservoir for the exploration for and production of gas and condensate, such units to be designated the DISC RB SUA and DISC RC SUA;
2. To force pool and integrate all separately owned tracts, mineral leases and other property interests within the proposed units, with each tract sharing in unit production on a surface acreage basis of participation;
3. To designate Clayton Williams Energy, Inc. as the unit operator for each of the proposed units;
4. To designate the a unit well for each of the proposed units;

5. To provide that any future wells drilled to the Discorbis Zone, Reservoirs B and C, within or outside of the proposed unit be located in accordance with the spacing provisions of Statewide Order 29-E;
6. To provide that the Commissioner of Conservation should be authorized to reclassify the reservoirs by supplemental order without the necessity of a public hearing if the producing characteristics of the reservoir change and evidence to justify such reclassification is submitted to and accepted by the Commissioner of Conservation; and
7. To consider such other matters as may be appropriate and justified by the evidence presented at the hearing.

The Discorbis Zone, Reservoirs B and C, in the Branch Field, Acadia Parish, Louisiana, is hereby defined as being that gas and condensate bearing zone encountered between the depths of 13,695 feet and 14,226 feet, electrical log measurements, in the Southern Natural Gas Company - E.A. Cobena, et al No. 1 Well, located in Section 50, Township 8 South, Range 2 East, Acadia Parish, Louisiana.

The pre-application conference tentatively scheduled for Wednesday, October 26, 2005, **WILL NOT BE HELD**, as it was not requested within the delays provided for by the Rules of Procedure; therefore, no opposition to this Application at the hearing is anticipated.

Pertinent data relating to the proposed application can be obtained, **AT THE COST OF THE REQUESTING PARTY**, by contacting W.H. Robbins & Associates, 140 Rue Beauregard, Suite 100, Lafayette, Louisiana 70508, (337)232-5004.

There is attached hereto and made a part hereof a plat outlining the proposed units and a list of the names and addresses of the interested parties to whom this unitization proposal is being sent. Pursuant to the Revised Rules of Procedure, such list of parties is being furnished **ONLY** to the Commissioner of Conservation and to the District Manager of the Lafayette District of the Office of Conservation. However, the list of parties will be provided to any party requesting a copy of it. A reasonable effort was made to ascertain the names and addresses of all Interested Owners, Represented Parties and Interested Parties.

Finally, enclosed herein is our check in the amount of \$755.00 made payable to the Office of Conservation in payment of the required hearing application fee.

Very truly yours,


RANDALL C. SONG

RCS/elg

Enclosures

cc: Mr. Richard Hudson, District Manager
Office of Conservation

All Interested Owners, Interested Parties and
Represented Parties

